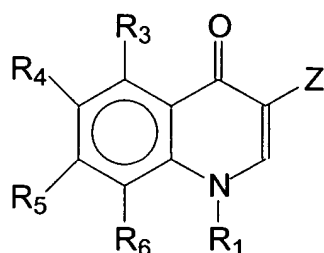


Amendments to the Claims:

This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims:

Claim 1 (original): A compound of the following formula (I), or a tautomer or pharmaceutically acceptable salt thereof:



wherein R₁ is selected from -H, -C₁₋₆ alkyl, or -C₁₋₆ alkyl substituted with R₇;

Z is selected from -C(O)OR₂ or -C(O)CH₂C(O)X;

X is selected from:

- (a) -a 5 or 6-membered aromatic or heteroaromatic ring, containing 0, 1, 2, 3 or 4 heteroatoms selected from oxygen, nitrogen and sulfur, unsubstituted or independently substituted on a nitrogen or carbon atom by at least one substituent selected from halogen, C₁₋₆ alkyl, or phenyl, or
- (b) -C(O)OR₂;

R₂ is selected from -H or -C₁₋₆ alkyl;

R₃, R₄, R₅ and R₆ are each independently selected from -H, -halogen, -C₁₋₆ alkyloxy-, -N(R₈)(R₉), -C(O)CH₃, -C(O)CH₂C(O)X, -S(O)_n-R₁₀ wherein n is independently selected from 0, 1 and 2,

heteroalkyl, cycloalkyl, substituted cycloalkyl, heterocycloalkyl, substituted heterocycloalkyl, aryl, substituted aryl, heteroaryl, or substituted heteroaryl;

R₇ independently selected from heteroalkyl, cycloalkyl, substituted cycloalkyl, heterocycloalkyl, substituted heterocycloalkyl, aryl, substituted aryl, heteroaryl, or substituted heteroaryl;

each R₈ and R₉ is independently selected from -H or -C₁₋₂ alkyl; and

each R₁₀ is independently selected from -C₁₋₆ alkyl, pyridyl, or phenyl, wherein the phenyl is unsubstituted or substituted on a carbon atom by least one substituent selected from halogen, -CH₃, -OR₂, or -NO₂;

provided that if Z is -C(O)OR₂ then at least one of R₃, R₄, R₅ or R₆ is -C(O)CH₂C(O)X.

Claim 2 (original): The compound of claim 1, wherein Z is -C(O)CH₂C(O)X and R₃, R₄, R₅ and R₆ are not -C(O)CH₂C(O)X.

Claim 3 (original): The compound of claim 2, wherein X is -C(O)OR₂.

Claim 4 (original): The compound of claim 3, wherein R₂ is -H or ethyl; R₃ and R₆ are each -H; R₄ and R₅ are each independently -H or -halo; and R₁ is 4-fluorophenylmethyl.

Claim 5 (original): The compound of claim 3, wherein R₂ is -H or alkyl; and R₁ is 4-fluorophenylmethyl.

Claim 6 (original): The compound of claim 1, wherein R₇ is independently selected from pyridyl, thienyl, naphthyl or phenyl, wherein the phenyl is unsubstituted or independently substituted on a carbon atom by at least one substituent selected from halogen, -CH₃, -OR₂, or -NO₂.

Claim 7 (original): The compound of claim 1, wherein Z is $-\text{C}(\text{O})\text{CH}_2\text{C}(\text{O})\text{C}(\text{O})\text{OR}_2$ and R_1 is $-\text{C}_{1-6}$ alkyl, or $-\text{C}_{1-6}$ alkyl substituted with R_7 .

Claim 8 (original): The compound of claim 4, wherein R_2 , R_4 and R_5 are each $-\text{H}$.

Claim 9 (original): The compound of claim 4, wherein R_2 is $-\text{H}$ and R_4 and R_5 are each $-\text{H}$ or $-\text{Cl}$ wherein at least one of R_4 or R_5 is $-\text{Cl}$.

Claim 10 (original): The compound of claim 7, wherein R_1 is a halogen-substituted arylalkyl.

Claim 11 (original): The compound of claim 1, wherein Z is $-\text{C}(\text{O})\text{OR}_2$ and at least one of R_3 , R_4 , R_5 or R_6 is $-\text{C}(\text{O})\text{CH}_2\text{C}(\text{O})\text{X}$.

Claim 12 (original): The compound of claim 11, wherein R_4 is $-\text{C}(\text{O})\text{CH}_2\text{C}(\text{O})\text{X}$.

Claim 13 (original): The compound of claim 12, wherein R_1 is a halogen-substituted arylalkyl.

Claim 14 (original): The compound of claim 13, wherein R_4 is $-\text{C}(\text{O})\text{CH}_2\text{C}(\text{O})\text{C}(\text{O})\text{OR}_2$, R_2 is $-\text{H}$ or ethyl, and R_1 is 4-fluorophenylmethyl.

Claim 15 (original): The compound of claim 1, wherein at least one of R_3 , R_4 , R_5 and R_6 is a 5 or 6-membered heteroalicyclic ring containing 1 or 2 nitrogen heteroatoms.

Claim 16 (original): A pharmaceutical composition comprising the formula (I) compound of claim 1, and a pharmaceutically acceptable carrier.

Claim 17 (original): A pharmaceutical composition comprising the formula (I) compound of claim 4, and a pharmaceutically acceptable carrier.

Claim 18 (original): A pharmaceutical composition comprising the formula (I) compound of claim 11, and a pharmaceutically acceptable carrier.

Claim 19 (original): A method of treating or preventing AIDS or HIV infection in a subject, the method comprising administering to the subject a therapeutically effective amount of at least one formula (I) compound of claim 1.

Claim 20 (original): The method of claim 19, comprising treating HIV infection in a subject.

Claim 21 (original): The method of claim 19, wherein the method of treatment helps to prevent or delay the onset of infection by HIV.

Claim 22 (original): The method of claim 19, comprising orally administering the formula (I) compound.

Claim 23 (original): The method of claim 19, comprising parenterally, sublingually, intranasally, intrathecally, topically, ophthalmically or rectally administering the formula (I) compound.

Claim 24 (original): The method of claim 19, wherein the formula (I) compound comprises a compound wherein Z is $-\text{C}(\text{O})\text{CH}_2\text{C}(\text{O})\text{X}$ and R_3 , R_4 , R_5 and R_6 are not $-\text{C}(\text{O})\text{CH}_2\text{C}(\text{O})\text{X}$.

Claim 25 (original): The method of claim 24, wherein the formula (I) compound comprises a compound wherein X is $-\text{C}(\text{O})\text{OR}_2$.

Claim 26 (original): The method of claim 25, wherein the formula (I) compound comprises a compound wherein R_2 is $-\text{H}$ or ethyl; R_3 and R_6 are each $-\text{H}$; R_4 and R_5 are each independently $-\text{H}$ or $-\text{halo}$; and R_1 is 4-fluorophenylmethyl.

Claim 27 (original): The method of claim 19 wherein the formula (I) compound comprises a compound wherein Z is $-C(O)OR_2$ and at least one of R_3 , R_4 , R_5 or R_6 is $-C(O)CH_2C(O)X$.

Claim 28 (original): The method of claim 27 wherein the formula (I) compound comprises a compound wherein R_4 is $-C(O)CH_2C(O)C(O)OR_2$, R_2 is $-H$ or ethyl, and R_1 is 4-fluorophenylmethyl.

Claim 29 (original): The method of claim 26, comprising treating HIV infection in a subject.

Claim 30 (original): The method of claim 28, comprising treating HIV infection in a subject.

Claim 31 (original): A method of inhibiting a retroviral integrase, the method comprising exposing the HIV integrase to an integrase inhibiting amount of at least one formula (I) compound of claim 1.

Claim 32 (original): The method of claim 31, wherein the formula (I) compound comprises a compound wherein Z is $-C(O)CH_2C(O)X$ and R_3 , R_4 , R_5 and R_6 are not $-C(O)CH_2C(O)X$.

Claim 33 (original): The method of claim 32, wherein the formula (I) compound comprises a compound wherein X is $-C(O)OR_2$.

Claim 33 (original): The method of claim 33, wherein the formula (I) compound comprises a compound wherein R_2 is $-H$ or ethyl; R_3 and R_6 are each $-H$; R_4 and R_5 are independently $-H$ or $-halo$; and R_1 is 4-fluorophenylmethyl.

Claim 35 (original): The method of claim 31 wherein the formula (I) compound comprises a compound wherein Z is $-C(O)OR_2$ and at least one of R_3 , R_4 , R_5 and R_6 is $-C(O)CH_2C(O)X$.

Claim 36 (original): The method of claim 35 wherein the formula (I) compound comprises a compound wherein R_4 is $-C(O)CH_2C(O)C(O)OR_2$, R_2 is $-H$ or ethyl, and R_1 is 4-fluorophenylmethyl.

Claim 37 (original): The method of claim 31, comprising inhibiting a HIV integrase.

Claim 38 (currently amended): The method of claim 31, comprising inhibiting strand transfer catalyzed by ~~HV~~ HIV integrase.

Claim 39 (original): The method of claim 31, comprising inhibiting incorporation of a donor strand DNA into a receiving strand DNA.

Claim 40 (original): A method of screening for an anti-HIV integrase drug, comprising:
providing an assay of HIV integrase inhibition; and
using the assay to screen for drugs comprising analogs or derivatives of any of the compounds of claim 1.

Claim 41 (original): A method of treating or preventing AIDS or HIV infection in a subject, the method comprising administering to the subject a therapeutically effective amount of a pharmaceutical composition of claim 16.

Claim 42 (original): A method of treating or preventing AIDS or HIV infection in a subject, the method comprising administering to the subject a therapeutically effective amount of a pharmaceutical composition of claim 17.

Claim 43 (original): A method of treating or preventing AIDS or HIV infection in a subject, the method comprising administering to the subject a therapeutically effective amount of a pharmaceutical composition of claim 18.